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TORONTO STOCK EXCHANGE

FILING STATEMENT No. 861.
FILED, JANUARY 24th, 1963.

PERRON GOLD MINES LIMITED (No Personal Liability)

Full corporate name of Company
Incorporated under the Quebec Mining Companies Act by
Letters Patent dated March 22nd, 1934.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous **FEB 5 1963**
Filing Statement No. 725.

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	This Statement is filed by Perron Gold Mines Limited (No Personal Liability) (hereinafter called the "Company") in respect to the sale by the Company of 1,824,682 shares of the capital stock of Croinor Pershing Mines Limited (No Personal Liability) to Lauran Holdings Limited, 244 Bay Street, Toronto, Ontario, at the price of 7¢ per share or for the total sale price of \$127,727.74.
2. Head office address and any other office address.	The head office of the Company is located at Pascalis, Quebec, and the executive office of the Company is Room 602, 199 Bay Street, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<u>President</u> - A.E. Perron, Kirkland Lake, Ontario, Mining Executive; <u>Vice-President</u> - John C.L. Allen, Room 600, 199 Bay Street, Toronto, Ontario, Stockbroker; <u>Secretary-Treasurer</u> - B.A. Argo, Room 602, 199 Bay Street, Toronto, Ontario, Corporate Secretary; <u>Directors</u> - A.E. Perron - as above; J.C.L. Allen - as above; J.G. Boeckh - Room 602, 199 Bay St., Toronto, Ontario, Mining Executive; R.C. Stanley, Jr. - Suite 3902, 122 East 42nd St., New York, N.Y., Mining Executive; P.K. Hanley - Room 600, 199 Bay Street, Toronto, Ontario, Stockbroker.
4. Share capitalization showing authorized and issued and outstanding capital.	The authorized capital of the Company is 5,000,000 shares of the par value of \$1.00 each, of which 3,500,000 shares are issued and outstanding as fully paid and non-assessable.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	The Company has no bonds, debentures, notes, mortgages, charges, liens, or hypothecations outstanding.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	There are no treasury shares or other securities of the Company now the subject of any underwriting, sale or option agreement, or the subject of any proposed underwriting, sale or option agreement.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	There are no shares or other securities of the Company which are underwritten or held under option at the date hereof.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	There are no payments in cash or securities of the Company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition by the Company.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company has no plans for development work in the coming year.

10. Brief statement of company's chief development work during past year.	The Company did not carry out development work during the past year.										
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The Company does not intend to purchase any property or other assets.										
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable.										
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	So far as the Company is aware there are no shares of the Company held in pool or escrow.										
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.										
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	As of January 18, 1963 the five largest registered shareholders of the Company are as follows: <table> <tr> <td>Little Long Lac Gold Mines Limited, Room 602, 199 Bay Street, TORONTO 1, Ontario.</td> <td>1,049,183</td> </tr> <tr> <td>James Richardson & Sons, 173 Portage Avenue East, WINNIPEG, Manitoba.</td> <td>91,900</td> </tr> <tr> <td>Doherty Roadhouse & Co., 335 Bay Street, TORONTO 1, Ontario.</td> <td>53,000</td> </tr> <tr> <td>Bache & Co., 360 Bay Street, TORONTO 1, Ontario.</td> <td>49,550</td> </tr> <tr> <td>Power Corporation of Canada Limited, 355 St. James Street West, MONTREAL, Quebec.</td> <td>45,500</td> </tr> </table> The Company understands that none of the above shares are pooled or escrowed. The Company is advised that all of the shares of the Company registered in the name of Little Long Lac Gold Mines Limited are beneficially owned by Little Long Lac, but the Company does not know whether or not any of the other above-mentioned shareholders are the beneficial owners of the shares registered in their respective names.	Little Long Lac Gold Mines Limited, Room 602, 199 Bay Street, TORONTO 1, Ontario.	1,049,183	James Richardson & Sons, 173 Portage Avenue East, WINNIPEG, Manitoba.	91,900	Doherty Roadhouse & Co., 335 Bay Street, TORONTO 1, Ontario.	53,000	Bache & Co., 360 Bay Street, TORONTO 1, Ontario.	49,550	Power Corporation of Canada Limited, 355 St. James Street West, MONTREAL, Quebec.	45,500
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Bache & Co., 360 Bay Street, TORONTO 1, Ontario.	49,550										
Power Corporation of Canada Limited, 355 St. James Street West, MONTREAL, Quebec.	45,500										
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Little Long Lac Gold Mines Limited, aforesaid, by reason of its shareholdings is in a position to materially affect control of the Company, provided it can obtain sufficient proxies from other shareholders of the Company.										

FINANCIAL STATEMENTS

PERRON GOLD MINES LIMITED

BALANCE SHEET

JANUARY 18, 1963

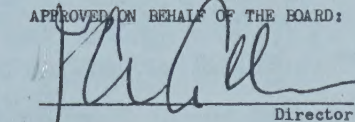
A S S E T S

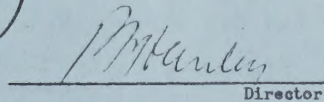
<u>Current Assets</u>		
Cash	\$ 1,016.07	
Accounts Receivable	6.71	\$ 1,022.72
<u>Shares in Other Mining Companies</u>		
Associated Companies, at less than cost (Quoted Market Value - \$610,000.00)	530,691.64	
Other Companies, at nominal value	2.00	530,693.64
<u>Fixed Assets</u>		
Mining Properties at nominal value	1.00	
Real Estate, at cost	578.79	
		579.79
		<u>\$532,296.15</u>

LIABILITIES

<u>Current Liabilities</u>		
Payable to broker for securities purchased (secured)	\$ 14,083.56	
Payable to an associated company	450.00	\$ 14,533.56
<u>Shareholders' Equity</u>		
<u>Capital Stock:</u>		
Authorized - 5,000,000 Shares of \$1.00 each		
Issued - 3,500,000 Shares	3,500,000.00	
Less: Discount on Shares	1,229,092.03	
	2,270,907.97	
<u>Deduct Deficit:-</u>		
Balance, January 1, 1962	\$1,682,089.02	
Add: Loss for the period January 1, 1962 to January 18, 1963	71,056.36	
	1,753,145.38	517,762.59
		<u>\$532,296.15</u>

APPROVED ON BEHALF OF THE BOARD:


Director


Director

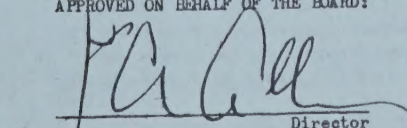
PERRON GOLD MINES LIMITED

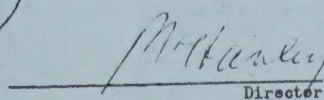
STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE PERIOD JANUARY 1, 1962 TO JANUARY 18, 1963

<u>Source of Funds</u>		
Interest received	\$ 1,982.13	
Proceeds on sale of shares in associated companies	355,805.09	
Proceeds on sale of shares in other companies	113.88	
Advance to an associated company, repaid	59,100.00	\$417,001.10
<u>Application of Funds</u>		
Administrative expenses, including \$3,250.00 management fee	8,777.86	
Interest Expense	1,385.19	
Purchase of shares in associated companies	382,808.16	
Advances to subsidiary company, written off	228.96	
		393,200.17
<u>Increase in Working Capital</u>		<u>\$ 23,800.93</u>

APPROVED ON BEHALF OF THE BOARD:


Director


Director

17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	Name of Company	Number of Shares	Book Value	Market Value
	Bevcon Mines Limited	1,403,540	\$248,266.87	\$105,265.50
	Clenor Mining Company Limited	50,000	1.00	-
	Croinor Pershing Mines Limited	2,274,682	286,411.23	127,727.74
	Kenda Pershing Mines Limited	435,495	1.00	-
	Lake Shore Mines Limited	101,315	328,011.54	269,497.90
	Le Moyne Exploration Limited	10,000	1.00	-
	McKenzie Red Lake Gold Mines Limited	400,000	123,000.00	108,000.00
	Quebec Lead Smelters Syndicate	1 Unit	1.00	-
			\$985,693.64	
	Less allowance for decline in value		455,000.00	
			\$530,693.64	\$610,491.14
18. Brief statement of any lawsuits pending or in process against company or its properties.	The Company is a co-defendant together with Bevcon Mines Limited (No Personal Liability) Room 602, 199 Bay Street, Toronto, Ontario, in an action commenced by Courvan Mining Co. Limited (formerly known as Cournor Mining Company Limited) 507 Place d'Armes, Montreal, Quebec, by a Writ issued in 1951 against the Company and Bevcon Mines Limited. Said Writ claims damages from the Company and Bevcon Mines Limited in the amount of \$1,050,000 and concerns the sale by the Company to Bevcon of the Company's mill which mill Courvan alleges is its property. The action was recently dismissed in the Superior Court of Quebec but Courvan Mining Co. Limited has served the Company with notice of its intention to appeal this decision.			
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	The Company has entered into an arrangement with Little Long Lac Gold Mines Limited, aforesaid, as of January 1, 1961, whereby the Company pays to Little Long Lac a management fee of \$250.00 per month.			
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There are no other material facts. As of the date of this statement no shares of the Company are in the course of primary distribution to the public. This statement is filed pursuant to the rules and regulations of the Toronto Stock Exchange in respect to the matter referred to in item 1 above, which the Company understands to be classed as a "material change".			

CERTIFICATE OF THE COMPANY

DATED January 18, 1963

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"J.C.L. Allen" By [Signature] PERRON GOLD MINES LIMITED (No Personal Liability)
CORPORATE
SEAL
"P.K. Hanley" And [Signature]

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)